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ESR GROUP LIMITED

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1821)

POLL RESULTS OF THE ANNUAL GENERAL MEETING

The board (the “**Board**”) of directors (the “**Directors**”) of ESR Group Limited (the “**Company**”) hereby announces that all the proposed resolutions set out in the notice of the annual general meeting dated 14 May 2025 (the “**Notice**”) were duly passed by the shareholders of the Company (the “**Shareholders**”) at the annual general meeting of the Company held on 12 June 2025 (the “**AGM**”), by way of poll as required by the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

The poll results taken at the AGM were as follows:

ORDINARY RESOLUTIONS		Number of Votes (%)[*]	
		For	Against
1.	To consider and approve the audited consolidated financial statements, together with the reports of the Directors and auditors of the Company for the year ended 31 December 2024.	2,730,783,719 (99.97%)	899,800 (0.03%)

ORDINARY RESOLUTIONS		Number of Votes (%) [*]	
		For	Against
2.	(a) To re-elect Mr. Charles Alexander Portes as a non-executive Director of the Company.	2,714,123,606 (99.36%)	17,559,913 (0.64%)
	(b) To re-elect Mr. Rajeev Veeravalli Kannan as a non-executive Director of the Company.	2,712,024,507 (99.28%)	19,659,012 (0.72%)
	(c) To re-elect Mr. Brett Harold Krause as an independent non-executive Director of the Company.	2,725,345,858 (99.77%)	6,337,661 (0.23%)
	(d) To re-elect Ms. Serene Siew Noi Nah as an independent non-executive Director of the Company.	2,727,840,663 (99.86%)	3,842,856 (0.14%)
	(e) To authorise the Board to fix the remuneration of the Directors of the Company.	2,725,583,603 (99.78%)	6,099,916 (0.22%)
3.	To re-appoint Ernst & Young as the auditors of the Company and to authorise the Board to fix their remuneration.	2,730,611,762 (99.96%)	1,071,757 (0.04%)
4.	To grant a general mandate to the Board to allot, issue and deal with additional Shares as set out in resolution no. 4 of the Notice.	2,731,483,919 (99.99%)	199,600 (0.01%)
5.	To grant a general mandate to the Board to repurchase Shares set out in resolution no. 5 of the Notice.	2,731,501,719 (99.99%)	181,800 (0.01%)

^{*} All percentages rounded to 2 decimal places

As more than 50% of the votes cast were in favour of each of the above-mentioned resolutions nos. 1 to 5 as ordinary resolutions, all the resolutions were duly passed at the AGM.

As at the date of the AGM, the total number of issued shares of the Company was 4,247,728,123 fully paid Shares, and the Company did not hold any treasury shares. The total number of issued shares of the Company entitling the Shareholders to attend and vote for or against the proposed resolutions at the AGM was 4,247,728,123 fully paid Shares.

Computershare Hong Kong Trustees Limited (with respect to the unvested Shares held by it under trust for the Long Term Incentive Scheme as trustee) abstained from exercising voting rights in respect of 352,613 Shares.

Saved as disclosed in this announcement, there were no Shares entitling the Shareholders to attend and abstain from voting in favour at the AGM as set out in Rule 13.40 of the Listing Rules.

No other Shareholders stated their intention in the circular of the Company dated 14 May 2025 to vote against or to abstain from voting on the resolutions.

All the Directors except Mr. Jeffrey David Perlman and Ms. Joanne Sarah McNamara attended the AGM in person.

Computershare Hong Kong Investor Services Limited, the Company's Hong Kong share registrar, acted as the scrutineer for the vote-taking at the AGM.

By Order of the Board
ESR Group Limited
Jinchu Shen
Director

Hong Kong, 12 June 2025

As at the date of this announcement, the Board of Directors of the Company comprises Mr. Jinchu Shen and Mr. Stuart Gibson as Executive Directors, Mr. Jeffrey David Perlman, Mr. Charles Alexander Portes, Mr. Rajeev Veeravalli Kannan and Ms. Joanne Sarah McNamara as Non-executive Directors, Mr. Brett Harold Krause as the Chairman and Independent Non-executive Director, Mr. Simon James McDonald and Ms. Serene Siew Noi Nah as Independent Non-executive Directors.